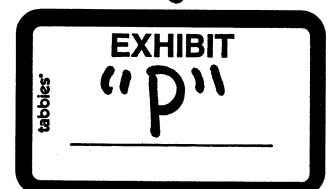


DECLARATION OF WAYNE "TODD" DAVIS

1. My name is Wayne "Todd" Davis. I reside at 7619 East Avalon Drive, Scottsdale, Arizona 85251. I am over the age of eighteen (18) and am competent to testify to the following from my own personal knowledge and experience.

2. I was employed with Tyler Technologies, Inc. from October 2005 to March 2006 as an Implementation Specialist in the MUNIS Division at Tyler Technologies, Inc. in Scottsdale, Arizona.

3. During the time that I was an Implementation Specialist with Tyler Technologies, Inc. my job duties consisted primarily of assisting customers during the conversion of their existing software to the MUNIS financial software. This process involved the conversion of the customer's data from their existing software to the new MUNIS software as well as training the customer's employees on the use and operation of the MUNIS software. During the conversion process I would assist with verifying the customer's data after it was converted. If there were errors in the converted data I would assist the customer with correcting data errors. I also trained customers how to operate the new software program. I performed my job primarily at the customer's offices where I would remain until the conversion was complete and the customer was up and running



on the MUNIS software.

4. During the time I worked for Tyler Technologies, Inc. as an Implementation Specialist, I regularly worked an average of 50 hours per week. I never worked less than 40 hours per week unless I was on vacation or took time off for illness.

5. Tyler Technologies paid me a salary of 42,000.00 per year. Tyler Technologies, Inc. did not pay me any additional compensation when I worked more than 40 hours in a week.

6. I regularly worked with other Implementation Specialists at Tyler Technologies, Inc. I have personal knowledge that these co-workers customarily and regularly worked more than 40 hours per week.

7. From my experience, the job title "Implementation Specialist" was used by Tyler Technologies, Inc. to refer to as group of Tyler Technologies, Inc. employees that shared the same job position and the same job duties as I did.

8. From my experience working as a "Implementation Specialist" with Tyler Technologies, Inc. out of Scottsdale, Arizona, I have personal knowledge of Tyler Technologies, Inc's policies and

procedures for compensating its "Implementation Specialists". It was Tyler Technologies, Inc's policy and practice to pay all of its "Implementation Specialists" based in the metropolitan area in Phoenix, Arizona on a salary basis without additional compensation for time worked over 40 hours per week.

9. From my experience and conversations with other Tyler Technologies, Inc.'s Implementation Specialists that worked out of the metropolitan area in Phoenix, Arizona, I know that these Implementation Specialists performed the same duties as did I and have been subjected to the same compensation policies and practices as I.

10. I declare under penalty of perjury that the foregoing is true and correct.

Executed this 25<sup>TH</sup> day of MARCH, 2009, at Scottsdale, Arizona.

A handwritten signature in black ink, appearing to read "Wayne Todd Davis", written over a horizontal line.

WAYNE "TODD" DAVIS